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GENOVA & MALIN
Attorneys for the Debtor
Hampton Business Center
1136 Route 9
Wappingers Falls, New York 12590
(845) 298-1600
Andrea B. Malin (AM4424)
Michelle L. Trier (MT1212)

DATE: June 30, 2020
TIME: 9:00 A.M.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK
POUGHKEEPSIE DIVISION

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IN RE:

CHAPTER 11

CATSKILL DISTILLING CO., LTD,

CASE NO.: 19-36861 (CGM)

Debtor.

-----X

**NOTICE OF MOTION TO SCHEDULE EXPEDITED
HEARING AND SHORTEN NOTICE FOR DEBTOR'S MOTION FOR AN ORDER (I)
APPROVING BID PROCEDURES AND STALKING HORSE BREAKUP FEE FOR THE
SALE OF SUBSTANTIALLY ALL THE DEBTOR'S ASSETS FREE AND CLEAR OF
ALL LIENS, CLAIMS, INTERESTS AND ENCUMBRANCES PURSUANT TO
SECTIONS 363 AND 365 OF THE BANKRUPTCY CODE, (II) APPROVING THE
FORM AND MANNER OF NOTICE OF THE SALE AND ASSUMPTION AND
ASSIGNMENT OF EXECUTORY CONTRACTS AND LEASES AND (III)
SCHEDULING AN AUCTION AND SALE HEARING**

S I R S :

PLEASE TAKE NOTICE that the undersigned, being the attorneys for
CATSKILL DISTILLING CO., LTD. (the "debtor"), will move the above-named Court located
at 355 Main Street, Poughkeepsie, New York, 12601, on the **30TH day of June, 2020 at 9:00**
a.m., or as soon thereafter as counsel can be heard, for an Order pursuant to Federal Rule of
Bankruptcy Procedure 9006(c) setting an expedited hearing and shortening the time for notice of
the hearing to consider debtor's Motion for an Order (I) approving bid procedures and stalking

horse breakup fee for the sale of substantially all the debtor's assets free and clear of all liens, claims, interests and encumbrances, pursuant to 11 U.S.C. §§363 and 365, (II) approving the form and manner of notice of the sale and assumption and assignment of executory contracts and leases and (III) scheduling an auction and sale hearing.

PLEASE TAKE FURTHER NOTICE, that answering papers, if any, shall be served upon and received by counsel for the debtor at the address indicated below and filed with the Court together with proof of such service, no later than June 26, 2020 at 12:00 p.m.

PLEASE TAKE FURTHER NOTICE, that if an Objection(s) to the debtor's Motion is not received by the aforementioned deadline, the Bankruptcy Court may enter the Order granting the relief sought without further notice.

PLEASE TAKE FURTHER NOTICE, that any objecting parties must appear at the aforementioned hearing, and that failure to appear may result in relief being granted or denied upon default.

Dated: Wappingers Falls, New York
June 15, 2020

GENOVA & MALIN
Attorneys for the Debtor

By: /s/ Michelle L. Trier
MICHELLE L. TRIER (MT1212)
Hampton Business Center
1136 Route 9
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IN RE:

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**MOTION TO SCHEDULE EXPEDITED HEARING
AND SHORTEN NOTICE FOR DEBTOR'S MOTION FOR AN ORDER (I)
APPROVING BID PROCEDURES AND STALKING HORSE BREAKUP FEE FOR THE
SALE OF SUBSTANTIALLY ALL THE DEBTOR'S ASSETS FREE AND CLEAR OF
ALL LIENS, CLAIMS, INTERESTS AND ENCUMBRANCES PURSUANT TO
SECTIONS 363 AND 365 OF THE BANKRUPTCY CODE, (II) APPROVING THE
FORM AND MANNER OF NOTICE OF THE SALE AND ASSUMPTION AND
ASSIGNMENT OF EXECUTORY CONTRACTS AND LEASES AND (III)
SCHEDULING AN AUCTION AND SALE HEARING**

TO THE HONORABLE CECELIA G. MORRIS, CHIEF U.S. BANKRUPTCY JUDGE:

The Motion of CATSKILL DISTILLING CO., LTD. (the "debtor") by its
attorneys, GENOVA and MALIN, respectfully alleges:

1. On November 19, 2019, CATSKILL DISTILLING CO., LTD. (the
"debtor") filed a petition for relief under Chapter 11 of the United States Bankruptcy Code and
has continued in the management and operation of its business and property as a debtor in
possession pursuant to §§ 1107 and 1108 of the Code. No trustee or examiner has been
appointed.

2. The debtor operates its business as a farm distillery in Bethel (Sullivan County), New York.

3. The Debtor filed for protection under Chapter 11 of the Bankruptcy Code in an effort to provide it the opportunity to procure a sale of its assets without the pressure of litigation from its largest secured creditor, Jeff Bank.

4. An offer has been made by EXIGENT PARTNERS, LLC (“Exigent”), to purchase the general business assets of the Debtor for a total cash purchase price of TWO MILLION FOUR HUNDRED THOUSAND DOLLARS (\$2,400,000.00), subject to the terms and conditions set forth in the letter of intent dated June 8, 2020¹. The letter of intent contemplates that the debtor and Exigent enter into an Asset Purchase Agreement, subject to higher and better offers in accordance with Bid Procedures filed with this Court and subject to approval of this Court at a subsequent sale hearing, tentatively scheduled for August 4, 2020.

5. The debtor believes that the offer of Exigent contains the best terms that the debtor can receive and the offer was negotiated in good faith and at arm’s length. Proceeding with the sale process is critical to the debtor’s ability to formulate a liquidating Chapter 11 Plan.

RELIEF REQUESTED

6. Debtor hereby requests an Order pursuant to Federal Rule of Bankruptcy Procedure 9006(c) shortening the notice period with respect to the hearing on the debtor’s Motion, for an order (i) approving bid procedures and stalking horse breakup fee for the sale of substantially all the debtor’s assets free and clear of all liens, claims, interests and encumbrances pursuant to sections 363 and 365 of the bankruptcy code, (ii) approving the form and manner of

¹In addition to the cash purchase price, Exigent’s letter of intent contemplates an assumption and assignment of certain of the debtor’s leases and executory contracts, including the agreement with the Sullivan County Industrial Development Agency.

notice of the sale and assumption and assignment of executory contracts and leases and (iii) scheduling an auction and sale hearing, filed contemporaneously herewith, and setting the date and time for the hearing on the Motion for June 30, 2020 at 9:00 a.m.

NOTICE

7. Debtor's counsel shall serve this Motion by regular mail service on June 15, 2020 to all creditors and interested parties, as indicated on the affidavit of service attached hereto.

BASIS FOR RELIEF REQUESTED

8. Bankruptcy Rule 9006(c) provides that "when an act is required or allowed to be done at or within a specified time by these rules or by a notice given thereunder or by order of court, the court for cause shown may in its discretion with or without motion or notice order the period reduced." Federal Rule of Bankruptcy Procedure 9006(c). Ample cause exists to shorten the notice period with respect to the debtor's Motion as requested herein.

9. It is essential for the debtor's reorganization efforts and ultimate ability to provide as substantial a dividend for its creditors as possible to move expeditiously with respect to a sale of its assets. As such, in an effort to preserve assets of the estate, the instant Motion is being filed, with a request for an expedited hearing pursuant to F.R.B.P. 9006.

10. The debtor requests that hearing be held on June 30, 2020 to seek the entry of this order herein so as not to waste assets of the debtor's estate.

11. An expedited hearing on the debtor's Motion will not prejudice any party in interest. The estate and the debtor's creditors, including Jeff Bank and Sullivan County Industrial Development Agency, can only benefit from a determination from this Court on the debtor's Motion.

WHEREFORE, the debtor respectfully requests that this Court enter an Order pursuant to Federal Rule of Bankruptcy Procedure 9006(c) setting an expedited hearing and shortening the time for notice of the hearing to consider debtor's Motion for an Order, (i) approving bid procedures and stalking horse breakup fee for the sale of substantially all the debtor's assets free and clear of all liens, claims, interests and encumbrances pursuant to sections 363 and 365 of the bankruptcy code, (ii) approving the form and manner of notice of the sale and assumption and assignment of executory contracts and leases and (iii) scheduling an auction and sale hearing, and for such other and further relief as this Court deems just and proper.

Dated: Wappingers Falls, NY
June 15, 2020

GENOVA & MALIN
Attorneys for the Debtor

By: /s/ Michelle L. Trier
MICHELLE L. TRIER (MT1212)
Hampton Business Center
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**ORDER SCHEDULING EXPEDITED HEARING AND SHORTENING
NOTICE FOR DEBTOR'S MOTION FOR AN ORDER (I) APPROVING BID
PROCEDURES AND STALKING HORSE BREAKUP FEE FOR THE SALE OF
SUBSTANTIALLY ALL THE DEBTOR'S ASSETS FREE AND CLEAR OF ALL LIENS,
CLAIMS, INTERESTS AND ENCUMBRANCES PURSUANT TO SECTIONS 363 AND
365 OF THE BANKRUPTCY CODE, (II) APPROVING THE FORM AND MANNER OF
NOTICE OF THE SALE AND ASSUMPTION AND ASSIGNMENT OF EXECUTORY
CONTRACTS AND LEASES AND (III) SCHEDULING AN AUCTION AND SALE
HEARING**

Upon the motion of CATSKILL DISTILLING CO., LTD., the debtor, dated
June 15, 2020, seeking an Order pursuant to Federal Rule of Bankruptcy Procedure 9006(c)
setting an expedited hearing and shortening the time for notice of the hearing to consider the
debtor's Motion for an Order, (i) approving bid procedures and stalking horse breakup fee for the
sale of substantially all the debtor's assets free and clear of all liens, claims, interests and
encumbrances pursuant to sections 363 and 365 of the bankruptcy code, (ii) approving the form
and manner of notice of the sale and assumption and assignment of executory contracts and
leases and (iii) scheduling an auction and sale hearing, and after a hearing on June 30, 2020,
attended by debtor's attorney, MICHELLE TRIER, ESQ., of GENOVA & MALIN, it is

ORDERED, that the Motion is granted to the extent set forth herein; and it is
further

ORDERED, that a hearing on the debtor's Motion for an Order, (i) approving bid

procedures for the sale of substantially all the debtor's assets free and clear of all liens, claims, interests and encumbrances pursuant to sections 363 and 365 of the bankruptcy code, (ii) approving the form and manner of notice of the sale and assumption and assignment of executory contracts and leases and (iii) scheduling an auction and sale hearing will be held on June 30, 2020 at 9:00 a.m.; and it is further

ORDERED, that any responses or objections to the debtor's Motion must be filed and served no later than June 26, 2020 at 5:00 p.m.; and it is further

ORDERED, that the debtor is authorized to take all actions necessary or appropriate to give effect to this Order.